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Attorneys for Defendants  
 HANDLER, THAYER & DUGGAN, LLC and  
 THOMAS J. HANDLER, J.D., P.C. (erroneously sued  
 herein as THOMAS J. HANDLER, individually)

UNITED STATES DISTRICT COURT  
 FOR THE NORTHERN DISTRICT OF CALIFORNIA

GREGORY R. RAIFMAN, individually and as )  
 Trustee of the RAIFMAN FAMILY REVOCABLE )  
 TRUST DATED 7/2/03; SUSAN RAIFMAN, )  
 individually and as Trustee of the RAIFMAN )  
 FAMILY REVOCABLE TRUST DATED 7/2/03; )  
 and GEKKO HOLDINGS, LLC, an Alaskan limited )  
 liability company, dba GEKKO BREEDING AND )  
 RACING, )

Plaintiffs,

vs.

CLASSICSTAR, LLC, a Utah limited liability )  
 company; CLASSICSTAR FARMS, LLC, a )  
 Kentucky limited liability company; BUFFALO )  
 RANCH, a business entity form unknown; )  
 GEOSTAR CORPORATION, a Delaware )  
 corporation; S. DAVID PLUMMER; SPENCER D. )  
 PLUMMER, III; TONY FERGUSON; THOMAS )  
 ROBINSON/ JOHN PARROT; HANDLER, )  
 THAYER & DUGGAN, LLC, an Illinois limited )  
 liability company; THOMAS J. HANDLER; )  
 KAREN, HENDRIX, STAGG, ALLEN & )  
 COMPANY, P.C., a Utah professional corporation, )  
 f/k/a/ KAREN, HENDRIX & )  
 ASSOCIATES, P.C., a Utah professional )  
 corporation; TERRY L. GREEN; and DOES )  
 1-1000, inclusive, )

Defendants.

No. C07-2552 MJJ

DECLARATION OF THOMAS J.  
 HANDLER IN SUPPORT OF  
 MOTION TO SET ASIDE  
 DEFAULT

DATE : 08/28/07  
 TIME : 9:30 a.m.  
 COURTROOM : 11

1 I, THOMAS J. HANDLER, declare and state as follows:

2 1. I am an attorney authorized to practice before the courts of the State of Illinois,  
3 and I am one of the named defendants herein.

4 2. On May 24, 2007, the summons and complaint in this matter was hand  
5 delivered to our office and, within twenty-four (24) hours, I forwarded it to our insurance carrier,  
6 GREAT AMERICAN INSURANCE COMPANY ("GREAT AMERICAN"), by Federal Express.  
7 Within a week to ten days I was advised by the insurance company that they had retained defense  
8 counsel for us, and I gave the matter no further thought, assuming that the matter was being handled  
9 by defense counsel and that I would be contacted in due course. I was unaware that a default had  
10 been requested until our office received a notice in the mail on July 11 and, that same day, we  
11 received a letter from JOHN M. DRATH of DRATH, CLIFFORD, MURPHY & HAGEN advising  
12 us that a default had been entered.

13 3. The allegations in the complaint are wholly without merit as concerns our firm  
14 and me personally. Our representation in CLASSICSTAR began in 2001. Firm partners who handle  
15 primarily tax matters provided tax advice in connection with the CLASSICSTAR Mare Lease  
16 Program. I provided no such professional advice myself, written or otherwise.

17 4. My area of specialization is estate planning. I am also a horse breeder, and  
18 I own horses included in the CLASSICSTAR "Mare Lease Program." In December 2003,  
19 CLASSICSTAR hosted an educational conference in St. Croix for breeders, and I attended as both  
20 a breeder and as a speaker. My topic was "core estate planning," covering wills, living trusts, and  
21 other estate planning tools for individuals with medium to high net worths. My remarks did not  
22 address horse ownership or tax benefits related to horse ownership in the CLASSICSTAR or any  
23 other similar program. I have never solicited investors in the CLASSICSTAR program.

24 5. I do not recall ever meeting any of the named plaintiffs at the conference in  
25 St. Croix, but it is possible that I did. There were social gatherings at the conference which I  
26 attended, and I had conversations with other attendees. To the extent those conversations related to  
27 the tax benefits of the CLASSICSTAR Mare Lease Program, and I do not know that they did, they  
28 would have involved nothing more than my personal understanding that tax benefits do exist. I was

1 not there is any capacity, official or otherwise, on behalf of CLASSICSTAR. I received no  
2 remuneration for attending this conference.

3 I declare under penalty of perjury, under the laws of the State of California, that the  
4 foregoing is true and correct. Executed this 20th day of July, 2007 at Chicago, Illinois.

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7 THOMAS J. HANDLER

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